

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:
	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:
f/k/a General Motors Corp., <i>et al.</i>	:
	:
Debtors.	:
	:
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Chapter 11 Case No.

09-50026 (REG)

(Jointly Administered)

**ORDER APPROVING CONSENT DECREE AND SETTLEMENT AGREEMENT
BETWEEN THE DEBTORS AND THE UNITED STATES**

Upon the Motion, dated June 16, 2011 (the “**Motion**”), of the United States of America, for entry of an order approving that certain consent decree and settlement agreement (the “**NRD Consent Decree**”) by and between the United States of America (the “**United States**”), on behalf of the United States Department of the Interior (the “**DOI**”) and the National Oceanic and Atmospheric Administration (“**NOAA**”), the States of Indiana and New York, the St. Regis Mohawk Tribe, and Debtors, partially resolving proof of claim No. 64064 timely filed by the United States (the “**US NRD Claim**”), proof of claim No. 59181 timely filed by the State of Indiana (the “**Indiana NRD Claim**”), proof of claim No. 50636 timely filed by the State of New York (the “**New York NRD Claim**”), and proof of claim No. 59087 timely filed by the St. Regis Mohawk Tribe (the “**St. Regis Mohawk Tribe Claim**”), all as more fully described in the Motion; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Motion is fair, reasonable, and in the public interest, and furthers the goals of CERCLA, and having found and concluded that the legal and factual bases set forth in the

Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted and the NRD Consent Decree is approved; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
_____, 2011

UNITED STATES BANKRUPTCY JUDGE